

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re:	: Chapter 11
LEHMAN BROTHERS HOLDINGS INC., <i>et al.</i> ,	: Case No. 08-13555 (JMP)
Debtors.	: (Jointly Administered)
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In re:	: SIPA Proceeding
LEHMAN BROTHERS INC.,	: Case No. 08-01420 (JMP)
Debtor.	:
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STIPULATION TO ADMISSION OF EXHIBITS

Barclays Capital, Inc. (“Barclays”), Lehman Brothers Holdings, Inc. (“LBHI”), the Trustee in the Securities Investor Protection Act liquidation of Lehman Brothers Inc. (the “Trustee”), and the Official Committee of Unsecured Creditors of Lehman Brothers Holdings, Inc. (the “Creditors’ Committee”, collectively with LBHI and the Trustee, the “Movants”), hereby stipulate that the following trial exhibits shall be admitted into evidence for the purposes indicated below:

BCI Exhibits 876, 877, 879, 880, 881, 882, 883, 884, 947, 1006, 1007, 1052, 1053, 1061, 1062, 1063, 1064, 1065, 1066, 1067, 1095 and 1097 shall be admitted for all purposes.

Movants’ Exhibits 656, 795 and 909 shall be admitted for all purposes.

BCI Exhibits 936, 937, 938, 939, 940, 941, 942, 943, 944, 945, 946, 1001, 1001a, 1072, 1073, 1074, 1075, 1076, 1077, 1078, 1079, 1080, 1081, 1082, 1083, 1084, 1085, 1088 and 1089 shall be admitted as demonstratives only.

BCI Exhibits 111, 113, 114, 115, 381, 382, 796, 797, 798, 896, 897, 906, 914, 915, 916, 917, 918 and 919 shall be admitted for the limited purpose of showing what was publicly reported about the Sale Transaction, and not as stand-alone evidence that any particular individuals read the press reports at any time.

Movants' Exhibit 720 shall be admitted for the limited purpose of showing what was publicly reported about the Sale Transaction, and not as stand-alone evidence that any particular individuals read the press reports at any time.

BCI Exhibit 838 shall be admitted for the limited purpose of showing what was publicly reported about the Sale Transaction and transmitted in an email exchange between Conor Tully and Jin Tae Kim of FTL.

BCI Exhibits 887, 888, 889, 890, 891, 892, 893, 894, 898, 899, 905, 921, 922, 923, 986 and 987 shall be admitted for the limited purpose of showing what was publicly reported about significant economic events and trends of 2008, and not as stand-alone evidence that any particular individuals read the press reports at any time.

Movants' Exhibit 214 shall be admitted for the limited purpose of providing the Court with context for David Petrie's deposition answers concerning his notes.

Movants' Exhibit 928 shall be admitted for the limited purpose of showing what Fannie Mae reported in the August – September 2009 issue of "Funding Notes for Fannie Mae's Investors and Dealers."

BCI Exhibit 823 shall be admitted for the limited purpose of showing what the European Central Bank reported in the February 2010 issue of its Monthly Bulletin.

BCI Exhibit 844 shall be admitted for the limited purpose of showing what ISDA, MFA and SIFMA reported in their Release 2.0 titled "Independent Amounts," dated March 1, 2010.

BCI Exhibit 858 shall be admitted for the limited purpose of showing the amount and structure of Alvarez & Marsal's compensation arrangements with LBHI.

BCI Exhibit 951 shall be admitted for the limited purpose of showing that Barclays had multi-million dollar claims against Bear Sterns settled as referenced in the SSA with JPMC.

BCI Exhibit 975 shall be admitted for the limited purpose of showing the Federal Reserve's perspective (state of mind) on the Sale Transaction and surrounding events.

BCI Exhibit 977 shall be admitted for the limited purpose of showing that Weil Gotshal, lawyers for LBHI, filed the APA and Clarification Letter with a "Notice of Filing of Purchase Agreement Approved by Order Under 11 U.S.C. 105(a), 363, and 365 and Federal Rules of Bankruptcy Procedure 2002, 6004 and 6006 Authorizing and Approving (a) the Sale of Purchased Assets Free and Clear of

Liens and Other Interests and (b) Assumption and Assignment of Executory Contracts and Unexpired Leases” on September 22, 2008 at 2:49 PM.

BCI Exhibit 985 shall be admitted for the limited purpose of showing the nature of Professor Zmijewski’s work set forth in the exhibit.

BCI Exhibit 988 shall be admitted for the limited purpose of showing that congressional hearings were held to address problems caused by collateralized debt obligations, the practices of the ratings agencies, and to show the skepticism over how to value and assess mortgage backed securities.

BCI Exhibit 989 shall be admitted for the limited purpose of showing that the Federal Reserve periodically publishes margin tables.

BCI Exhibit 1002a shall be admitted for the limited purpose of showing the promulgation by FASB of level 1, 2 and 3 categories, the definition of those categories, and a discussion of the relationship between block discounts and accounting standards.

BCI Exhibit 1008 shall be admitted for the limited purpose of showing that Barclays provided notice of the assumption and assignment of any and all exchange traded derivatives in existence as of September 22, 2008 having LBI as a party.

BCI Exhibits 1011, 1012, 1014, 1015 and 1017 shall be admitted for the limited purpose of showing financial firms announced buyback programs with individual investors pursuant to agreements with regulatory authorities.

BCI Exhibit 1013 shall be admitted for the limited purpose of showing SIFMA's state of mind or perspective with respect to the state of the Auction Rate Securities market in 2008.

BCI Exhibit 1023 shall be admitted for the limited purpose of showing the Schwaba report's errata.

BCI Exhibits 1024, 1030, 1032, 1036, 1037, 1038, 1039, 1045, 1068 and 1069 shall be admitted for the limited purpose of showing the backup work of Movants' experts.

BCI Exhibit 1026 shall be admitted for the limited purpose of showing public reports on the pressure building on the United States' AAA rating.

BCI Exhibit 1027a shall be admitted for the limited purpose of showing a portion of Professor Pfleiderer's analysis of one of Mr. Slattery's work papers.

BCI Exhibit 1034 shall be admitted for the limited purpose of showing there were public reports that Fannie Mae and Freddie Mac posed a risk to the United States' credit rating.

BCI Exhibit 1035 shall be admitted for the limited purpose of showing that U.S. Bank National Association as trustee for Pine CCS, Ltd., issued a Notice of Default on October 2, 2008 for reasons set forth therein.

BCI Exhibit 1047 shall be admitted for the limited purpose of showing public reports questioning the financial viability and value of Archstone.

BCI Exhibit 1048 shall be admitted for the limited purpose of showing Barclays requested Movants' experts produce their reliance materials on March 2, 2010.

BCI Exhibit 1050 shall be admitted for the limited purpose of showing the volume of creditor claims against LCPI.

BCI Exhibit 1086 shall be admitted for the limited purpose of showing that Morgan Stanley was sued by investors in auction rate securities.

BCI Exhibit 1087 shall be admitted for the limited purpose of showing the New York Attorney General announced settlements with JP Morgan and Morgan Stanley to recover billions for investors in auction rate securities

BCI Exhibits 1090 and 1091 shall be admitted for the limited purpose of showing the backup work of Movants' expert Mr. Olvany.

BCI Exhibit 1093 shall be admitted for the limited purpose of showing financial institutions were sued for overvaluing securitized and mortgage-backed products.

BCI Exhibit 1096 shall be admitted for the limited purpose of showing what was publicly reported about the role of securitized products in the financial crisis.

BCI Exhibits 1098 and 1099 shall be admitted for the limited purpose of showing the backup for Barclays' expert Professor Pfleiderer.

Although Movants agree to the admission of the above exhibits for the limited purposes stated by Barclays, Movants do not agree that these exhibits support the limited purpose for which they are being offered or admitted.

Dated: New York, New York
October 18, 2010

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*Attorneys for James W Giddens, as Trustee
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SO ORDERED:

Dated: New York, New York
October 20, 2010

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s/ James M. Peck
UNITED STATES BANKRUPTCY JUDGE